

CONSTITUTION OF KATHERINE CHRISTIAN CONVENTION INCORPORATED

EFFECTIVE 19 JUNE 2007, AMENDED 7 MAY 2012

PART 1 – PRELIMINARY

1. Name

Katherine Christian Convention Incorporated.

2. Objects and purposes

a) To present Jesus Christ to people so they may recognise and accept Him as Son of God Saviour and Lord.

b) To help the Christian Church by specialised teaching of the word of God to all people groups, so that together all may be encouraged in the development of Christian character and witness in the life of the church and community.

c) To celebrate the spirit of Christian fellowship among believers in our Lord Jesus Christ, recognizing we are all one in Christ.

d) **Basis of Faith-** The association upholds the truths of Christianity as revealed by the Holy Scriptures, including:-

1. The unity of the Father, of the Son and of the Holy Spirit in the Godhead.
2. The Sovereignty of God in Creation, providence, revelation, redemption and final judgement.
3. The divine inspiration and entire trustworthiness of Holy Scripture and its supreme authority in all matters of faith and conduct.
4. The sinfulness and guilt of all men and women since the fall, rendering them subject to God's wrath and condemnation.
5. Redemption from the guilt, penalty and power of sin solely through the sacrificial death of our representative and substitute, the Lord Jesus Christ, the incarnate Son of God.
6. The bodily resurrection of the Lord Jesus Christ from the dead, and His ascension to the right hand of God the father.
7. The necessity of the work of the Holy Spirit to make the death of Christ effective to the individual sinner, granting him/her repentance towards God and faith in our Lord Jesus Christ.
8. The justification of the sinner by the grace of God through faith in Christ alone.
9. The indwelling and work of the Holy Spirit in the believer.

10. The one, holy, universal Church, which is the body of the Lord Jesus Christ, and to which all true believers belong
11. The expectation of the personal return of the Lord Jesus Christ, at which time the dead in Christ will be raised to be with Him.

3. **Minimum number of members**

Minimum number of members will be no less than 15.

4. **Definitions**

In this Constitution, unless the contrary intention appears –

"Act" means the *Associations Act* and regulations made under that Act;

"Associate" means a person who supports the Objects and purposes of the Association but is unable to attend General Meetings.

"Committee" means the Management Committee of the Association;

"financial institution" means an authorised deposit-taking institution within the meaning of section 5 of the *Banking Act 1959* of the Commonwealth;

"general meeting" means a general meeting of members convened in accordance with clause 43;

"member" means a member of the Association;

"register of members and associates" means the register of the Association's members and associates established and maintained under section 34 of the Act;

"special resolution" means a resolution notice of which is given under clause 46 and passed in accordance with section 37 of the Act.

PART 2 – CONSTITUTION AND POWERS OF ASSOCIATION

5. Powers of Association

(1) For achieving its objects and purposes, the Association has the powers conferred by sections 11 and 13 of the Act.

(2) Conducting gatherings or conventions for Christian people. The main but not necessarily sole expression of this is the annual Katherine Christian Convention held in Katherine.

(3) Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may –

- (a) acquire, hold and dispose of real or personal property;
- (b) open and operate accounts with financial institutions;
- (c) invest its money in any security in which trust monies may lawfully be invested;
- (d) raise and borrow money on the terms and in the manner it considers appropriate;
- (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- (f) appoint agents to transact business on its behalf; and
- (g) enter into any other contract it considers necessary or desirable.

6. Effect of Constitution

This Constitution binds every member and the Association to the same extent as if every member and the Association had signed and sealed this Constitution and agreed to be bound by it.

7. Inconsistency between Constitution and Act

If there is any inconsistency between this Constitution and the Act, the Act prevails.

8. Altering the Constitution

(1) The Association may alter this Constitution by special resolution but not otherwise.

(2) If the Constitution is altered, the public officer must ensure compliance with section 23 of the Act.

PART 3 – MEMBERS

Division 1 – Membership

9. Application for membership

To apply to become a member or associate of the Association a person must –

- (a) Agree to the objects and purposes of the association;
- (b) submit a written application for membership or to be an associate to the Committee in a form approved by the Committee.
- (c) members or associates of the Association may be individual or corporate.
- (d) Corporate members or associates shall be any organisation which shall signify in writing consent to become a member or associate and acceptance of the basis of faith outlined in the objectives and purposes.

10. Approval of Committee

(1) The Committee must consider any application made under clause 9 at the next available committee meeting and must accept or reject the application at that meeting or the next.

(2) If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.

(3) If an applicant gives notice of an appeal against the rejection of his or her application, the Committee must reconsider the application at the next committee meeting after receipt of the notice of appeal.

(4) If after reconsidering an application the Committee reaffirms its decision to reject the application, the decision is final.

11. Joining fee

If an application for membership or to be an associate is approved by the Committee, the applicant becomes a member or associate on payment of the Annual Membership Fee.

12. Annual membership and associate fees

(1) The annual membership or associate fee may be adjusted at the AGM.

- (2) **Membership or associate fees shall be due for renewal at the end of the convention each year. Non payment in advance of the Annual General Meeting shall render a membership annulled, unless the Committee determines otherwise.**

11A. An application to transfer from being a member to an associate or vice versa shall be in writing, shall require the approval of the committee, but shall not require any further indication of agreement to the objects and purposes of the Association or the payment of any additional fee.

Division 2 – Rights of members and Associates

13. General

(1) **Subject to clause 14(2), a member may exercise the rights of membership when his or her name is entered in the register of members.**

- (2) **A right of membership or of an associate of the Association –**
 - (a) **is not capable of being transferred or transmitted to another person; and**
 - (b) **terminates on the cessation of membership or as an associate whether by death, resignation or otherwise.**

14. Voting

(1) **Subject to subclause (2) each member has one vote at general meetings of the Association.**

(2) **A Corporate member shall nominate in writing and by name two persons who shall cast its vote. Corporate members vote equals 2 individual members vote.**

15. Notice of meetings and special resolutions

The Secretary must give all members and associates notice of general meetings and special resolutions in the manner and time prescribed by this Constitution.

16. Access to information on Association

The following must be available for inspection by members and associates:

- (a) **a copy of this Constitution;**
- (b) **minutes of general meetings;**
- (c) **annual reports and annual financial reports.**

17. Raising grievances and complaints

(1) A member or associate may raise a grievance or complaint about a committee member, the Committee or another member or associate of the Association. This must be in the context of their involvement in the operations of the Association.

(2) The grievance or complaint must be dealt with by the procedures set out in Part 8.

17A. An associate shall have all the rights and privileges of a member except that they shall not:

(1) vote at a General Meeting;

(2) be elected as a member of the committee;

(3) be counted in calculating a quorum for a general meeting.

Division 3 – Termination, death, suspension and expulsion

18. Termination of membership or as an associate.

Membership of the Association or as an associate may be terminated by –

(a) a notice of resignation addressed and posted to the Association or given personally to the Secretary or another committee member;

(b) non-payment of the annual membership fee within the time allowed under clause 12(2); or

(c) expulsion in accordance with this Division.

(d) If the member shall cease to accept the basis of faith as stated in the objects and purposes.

19. Death of member or whereabouts unknown

If a member or associate dies or the whereabouts of a member or associate are unknown, the Committee must cancel the member's or associate's membership.

20. Suspension or expulsion of members or associates

(1) If the Committee considers that a member or associate should be suspended or expelled because his or her conduct is detrimental to the interests of the Association, the Committee must give notice of the proposed suspension or expulsion to the member or associate.

- (2) The notice must –
 - (a) be in writing and include –
 - (i) the time, date and place of the committee meeting at which the question of that suspension or expulsion will be decided; and
 - (ii) the particulars of the conduct; and
 - (b) be given to the member or associate not less than 30 days before the date of the committee meeting referred to in paragraph (a)(i).

(3) At the meeting, the Committee must afford the member or associate a reasonable opportunity to be heard or to make representations in writing.

(4) The Committee may suspend or expel the member or associate from the Association and must give written notice of the decision and the reason for it to the member or associate.

(5) Subject to clause 21, the decision to suspend or expel a member or associate takes effect 14 days after the day on which notice of the decision is given to the member.

21. Appeals against suspension or expulsion

(1) A member or associate who is suspended or expelled under clause 20 may appeal against that suspension or expulsion by giving notice to the Secretary within 14 days after receipt of the Committee's decision.

(2) The appeal must be considered at a general meeting of the Association and the member or associate must be afforded a reasonable opportunity to be heard at the meeting or to make representations in writing prior to the meeting for circulation at the meeting.

(3) The members present at the general meeting must, by resolution, either confirm or set aside the decision of the Committee to suspend or expel the member.

(4) The member or associate is not suspended or does not cease to be a member until the decision of the Committee to suspend or expel him or her is confirmed by a resolution of the members.

PART 4 – MANAGEMENT COMMITTEE

Division 1 – General

22. Role and powers

(1) The business of the Association must be managed by or under the direction of a Management Committee.

(2) The Committee may exercise all the powers of the Association except those matters that the Act or this Constitution requires the Association to determine through a general meeting of members.

(3) The Committee may appoint and remove staff.

(4) The Committee may establish one or more subcommittees consisting of the members of the Association the Committee considers appropriate.

23. Composition of Committee

(1) The Management Committee consists of –

(a) a Chairperson;

(b) a Vice-Chairperson;

(c) a Secretary;

(d) a Treasurer; and

(e) a Public Officer (must be appointed, but does not need a separate specification as a Committee member. Usually one of the Executive is designated for this.)

(f) Other members, Minimum of 2 and maximum of 15

24. Delegation

(1) The Committee may delegate to a subcommittee or staff any of its powers and functions other than –

(a) this power of delegation; or

(b) a duty imposed on the Committee by the Act or any other law.

(2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.

(3) The Committee may, in writing, revoke wholly or in part the delegation.

25. Eligibility of committee members

(1) A committee member must be a member who is 18 years or over.

(2) A committee member must agree to work within the interests of Katherine Christian Convention as stated in the objectives and purposes.

(3) Committee members must be elected to the Committee at an annual general meeting or appointed under clause 32.

(4) Committee members shall be members of the Association.

(5) The number of members on the Committee shall not exceed twenty (20) and shall not be less than seven (7) members.

(6) Committee members shall be elected for a term of 3 years.

26. Nominations for election to committee

(1) A member is not eligible for election to the Committee unless the Secretary receives a written nomination for that member by another member and may be received by current committee members up to 10 minutes prior to the commencement of the AGM.

(2) The nomination must be signed by –

(a) the nominator and a seconder; and

(b) the nominee to signify his or her willingness to stand for election.

(3) For election to Committee, candidates must attract a supporting vote from at least half of the votes cast.

27. Retirement of committee members

(1) A committee member holds office for a 3 year term until the next election at an annual general meeting unless the member vacates the office under clause 30 or is removed under clause 31.

(2) Subject to subclause (3), at an annual general meeting the office of each committee member becomes vacant and elections for a new Committee must be held.

(3) The Chairperson of the outgoing Committee must preside at the annual general meeting until a new member is elected as Chairperson.

(4) Members may serve consecutive terms on the Committee.

28. Election by default

(1) If the number of persons nominated for election to the Committee under clause 26 does not exceed the number of vacancies to be filled, the Chairperson must declare the persons to be duly elected as members of the Committee at the annual general meeting.

(2) If vacancies remain on the Committee after the declaration under subclause (1), additional nominations of committee members may be accepted from the floor of the annual general meeting.

(3) If the nominations from the floor do not exceed the number of remaining vacancies, the Chairperson must declare those persons to be duly elected as members of the Committee.

(4) If the nominations from the floor are less than the number of remaining vacancies, the unfilled vacancies are taken to be casual vacancies and must be filled by the new Committee in accordance with clause 32.

29. Election by ballot

(1) If the number of nominations exceeds the number of vacancies on the Committee, ballots for those positions must be conducted.

(2) The ballot must be conducted in a manner determined from time to time by resolution at a general meeting.

(3) The members chosen by ballot must be declared by the Chairperson to be duly elected as members of the Committee.

30. Vacating office

The office of a committee member becomes vacant if –

(a) the member –

(i) is disqualified from being a committee member under section 30 or 40 of the Act;

(ii) resigns by giving written notice to the Committee;

(iii) dies or is rendered permanently incapable of performing the duties of office by mental or physical ill-health;

(iv) ceases to be a resident of the Territory; or

(v) ceases to be a member of the Association;

(b) the member is absent from more than –

- (i) 3 consecutive committee meetings without leave; or
- (ii) 3 committee meetings in the same financial year without tendering an apology to the Chairperson;

of which meetings the member received notice and the Committee has resolved to declare the office vacant; or

31. Removal of committee member

(1) The Association, through a special general meeting of members, may remove any committee member before the member's term of office ends.

(2) If a vacancy arises through removal under subclause (1), an election must be held to fill the vacancy.

32. Filling casual vacancy on Committee

(1) If a vacancy remains on the Committee after the application of clause 28 or if the office of a committee member becomes vacant under clause 30, the Committee may appoint any member of the Association to fill that vacancy.

(2) However, if the office of public officer becomes vacant, a person must be appointed under section 27(6) of the Act to fill the vacancy.

Division 3 – Duties of committee members

33. Collective responsibility of Committee

(1) The executive (Chair, Vice Chair, Secretary, Treasurer, Public Officer) shall be elected by the Committee members at the first Committee meeting after the Annual General Meeting each year. The office of Public Officer preferably has continuity.

(2) As soon as practicable after being elected to the Committee, each committee member must become familiar with the Act and regulations made under the Act.

(3) The Committee is collectively responsible for ensuring the Association complies with the Act and regulations made under the Act.

34. Chairperson and Vice-Chairperson

(1) Subject to subclauses (2) and (3), the Chairperson must preside at all general meetings and committee meetings.

(2) If the Chairperson is absent from a meeting, the Vice-Chairperson must preside at the meeting.

(3) If the Chairperson and the Vice-Chairperson are both absent, the presiding member for that meeting must be –

- (a) a member elected by the other members present if it is a general meeting; or**
- (b) a committee member elected by the other committee members present if it is a committee meeting.**

35. Secretary

The Secretary must –

- (a) coordinate the correspondence of the Association;**
- (b) ensure minutes of all proceedings of general meetings and of committee meetings are kept in accordance with section 38 of the Act;**
- (c) maintain the register of members in accordance with section 34 of the Act;**
- (d) unless the members resolve otherwise at a general meeting – have custody of all books, documents, records and registers of the Association, other than those required by clause 36(5) to be in the custody of the Treasurer; and**
- (e) perform any other duties imposed by this Constitution on the Secretary.**

36. Treasurer

(1) The Treasurer must –

- (a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association;**
- (b) pay all moneys received into the account of the Association within 5 working days after receipt;**
- (c) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and**
- (d) ensure cheques are signed by him or her and at least one other committee member, or by any 2 other committee members authorised by the Committee.**

(2) The Treasurer must ensure the accounting records of the Association are kept in accordance with section 41 of the Act.

(3) The Treasurer must coordinate the preparation of the Association's annual statement of accounts.

(4) If directed to do so by the Chairperson, the Treasurer must submit to the Committee a report, balance sheet or financial statement in accordance with that direction.

(5) The Treasurer has custody of all securities, books and documents of a financial nature and accounting records of the Association unless the members resolve otherwise at a general meeting.

(6) The Treasurer must perform any other duties imposed by this Constitution on the Treasurer.

(7) The accounts of the Association shall be examined and the correctness of the balance sheet ascertained by an auditor appointed by the Committee, prior to the balance sheet being presented to the Annual General Meeting.

37. Public officer

(1) The public officer must ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with sections 23, 28 and 45 of the Act.

(2) The public officer must keep a current copy of the Constitution of the Association.

PART 5 – MEETINGS OF MANAGEMENT COMMITTEE

38. Frequency and calling of meetings

(1) The Committee must meet together for the conduct of business not less than 4 times in each financial year.

(2) The secretary will advise the committee members of committee meetings no less than 14 days prior to the time set.

(3) The Chairperson, or at least half the committee members, may at any time convene a special meeting of the Committee.

(4) A special meeting may be convened to deal with an appeal under clause 21.

(4) The Executive shall have the power to act between meetings of the Committee

39. Voting and decision making

(1) Each committee member present at the meeting has a deliberative vote.

(2) A question arising at a committee meeting must be decided by a majority of votes.

(3) If there is no majority, the person presiding at the meeting has a casting vote in addition to a deliberative vote.

40. Quorum

Quorum for the Executive shall be no less than half the Executive members.

41. Procedure and order of business

(1) The procedure to be followed at a committee meeting must be determined from time to time by the Committee.

(2) The order of business may be determined by the members present at the meeting.

(3) Only the business for which the meeting is convened may be considered at a special meeting.

42. Disclosure of interest

(1) A committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, with the Association must disclose the nature and extent of the interest to the Committee in accordance with section 31 of the Act.

(2) The Secretary must record the disclosure in the minutes of the meeting.

(3) The Chairperson must ensure a committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with section 32 of the Act.

PART 6 – GENERAL MEETINGS

43. Convening general meetings

(1) The Association must hold its first annual general meeting within 18 months after its incorporation.

(2) The Association must hold all subsequent annual general meetings within 5 months after the end of the Association's financial year.

(3) The Committee –

(a) may at any time convene a special general meeting;

- (b) must, within 30 days after the Secretary receives a notice under clause 21(1), convene a special general meeting to deal with the appeal to which the notice relates; and
- (c) must, within 30 days after it receives a request under clause 44(1), convene a special general meeting for the purpose specified in that request.

44. Special general meetings

(1) Half the number of members constituting a quorum for a general meeting may make a written request to the Committee for a special general meeting.

(2) The request must –

- (a) state the purpose of the special general meeting; and
- (b) be signed by the members making the request.

(3) If the Committee fails to convene a special general meeting within the time allowed –

- (a) for clause 43(3)(b) – the appeal against the decision of the Committee is upheld; and
- (b) for clause 43(3)(c) – the members who made the request may convene a special general meeting as if they were the Committee.

(4) If a special general meeting is convened under subclause (3)(b), the Association must meet any reasonable expenses of convening and holding the special general meeting.

(5) The Secretary must give to all members not less than 21 days notice of a special general meeting.

(6) The notice must specify –

- (a) when and where the meeting is to be held; and
- (b) the particulars of and the order in which business is to be transacted.

45. Annual general meeting

(1) The Secretary must give to all members at least 21 days notice of an annual general meeting and must be held with 5 months of the end of Financial year.

(2) The notice must specify –

- (a) when and where the meeting is to be held; and
 - (b) the particulars of and the order in which business is to be transacted.
- (3) The order of business for each annual general meeting is as follows:
- (a) first – the consideration of the accounts and reports of the Committee;
 - (b) second – the election of new committee members;
 - (c) third – any other business requiring consideration by the Association at the meeting.

46. Special resolutions

- (1) A special resolution may be moved at any general meeting of the Association.
- (2) The Secretary must give all members not less than 21 days notice of the meeting at which a special resolution is to be proposed.
- (3) The notice must include the resolution to be proposed and the intention to propose the resolution as a special resolution, i.e. passed by 75% of votes received.

47. Notice of meetings

- (1) The Secretary must give a notice under this Part by –
 - (a) serving it on a member personally; or
 - (b) sending it by post or email to a member at the address of the member appearing in the register of members.
- (2) If a notice is sent by post under subclause (1)(b), sending of the notice is taken to have been properly effected if the notice is addressed and posted to the member by ordinary prepaid mail.

48. Quorum at general meetings

At a general meeting, the number of 30% of current members present in person constitutes a quorum.

49. Lack of quorum

- (1) If within 30 minutes after the time specified in the notice for the holding of a general meeting a quorum is not present –

- (a) for an annual general meeting or special general meeting convened under clause 43(3)(a) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;
- (b) for a meeting convened under clause 43(3)(b) – the members who are present in person or by proxy may proceed with hearing the appeal for which the meeting is convened; or
- (c) for a meeting convened under clause 43(3)(c) – the meeting lapses.

(2) If within 30 minutes after the time appointed by subclause (1)(a) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may proceed with the business of that general meeting as if a quorum were present.

(3) The Chairperson may, with the consent of a general meeting at which a quorum is present, and must, if directed by the members at the meeting, adjourn that general meeting from time to time and from place to place.

(4) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(5) If a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice of the adjourned general meeting as if that general meeting were a fresh general meeting.

50. Voting

(1) Subject to clause 14(2), each member present in person or by proxy at a general meeting is entitled to a deliberative vote.

(2) At a general meeting –

- (a) an ordinary resolution put to the vote is decided by a majority of votes made in person or by proxy; and
- (b) a special resolution put to the vote is passed if three-quarters of the members who are present in person or by proxy vote in favour of the resolution.

(3) A poll may be demanded by the Chairperson or by 3 or more members present in person or by proxy.

(4) If demanded, a poll must be taken immediately and in the manner the Chairperson directs.

51. Proxies

A member may appoint in writing another member to be the proxy of the appointing member to attend and vote on behalf of the appointing member at any general meeting.

PART 7 – FINANCIAL MANAGEMENT

52. Financial year

The financial year ends as of December 31st each year.

53. Funds and accounts

(1) The Association must maintain an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.

(2) Subject to any restrictions imposed by the Association at a general meeting, the Committee may approve expenditure on behalf of the Association within the limits of the budget.

(3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.

(4) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt or as soon as practicable after that day.

(5) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

54. Accounts and audits

The responsibility of the Committee under clause 33(2) for ensuring compliance with the Act includes meeting the requirements of Part 5 of the Act and regulations made for that Part relating to –

- (a) the keeping of accounting records;
- (b) the preparation and presentation of the Association's annual statement of accounts; and
- (c) the auditing of the Association's accounts.

PART 8 – GRIEVANCE AND DISPUTES

55. Grievance and disputes procedures

- (1) This clause applies to disputes between –

- (a) a member and another member; or
- (b) a member and the Committee.

(2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.

(3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.

- (4) The mediator must be –
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) for a dispute between a member and another member – a person appointed by the Committee; or
 - (ii) for a dispute between a member and the Committee – a person who is a mediator appointed or employed by the department administering the Act.

(5) A member of the Association can be a mediator. The mediator will be a church leader who is not on the committee.

(6) The mediator cannot be a party to the dispute.

(7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

- (8) The mediator, in conducting the mediation, must –
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.

(9) The mediator must not determine the dispute.

(10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act.

PART 9 – MISCELLANEOUS

56. Execution of Documents

(1) The Association may execute a document without using a common seal if the document is signed by any two Committee Members.

57. Distribution of surplus assets on winding up

(1) The Association may be dissolved by resolution of the Association at a Special General Meeting convened for the purpose.

(2) If on the winding up or dissolution of the Association, and after satisfaction of all its debts and liabilities, there remains any assets, the assets must not be distributed to the members or former members.

(3) The surplus assets must be given or transferred to another association incorporated under the Act that –

- (a) has similar objects or purposes;**
- (b) is not carried on for profit or gain to its individual members;
and**
- (c) is determined by resolution of the members.**